



प्रारूप 1

पंजीकरण प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U52390MH2008PTC182034

2008 - 2009

मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स

PRUNUS MERCANTILE PRIVATE LIMITED

का पंजीकरण, कम्पनी अधिनियम 1956 (1956 का 1) के अंतर्गत आज किया जाता है और यह कम्पनी प्राइवेट लिमिटेड है।

यह निगमन-पत्र आज दिनांक नौ मई दो हजार आठ को मेरे हस्ताक्षर से मुंबई में जारी किया जाता है।

Form 1

Certificate of Incorporation

Corporate Identity Number : U52390MH2008PTC182034

2008 - 2009

I hereby certify that PRUNUS MERCANTILE PRIVATE LIMITED is this day incorporated under the Companies Act, 1956 (No. 1 of 1956) and that the company is private limited.

Given under my hand at Mumbai this Nineth day of May Two Thousand Eight.

(CHINNACHAMY N)

सहायक कम्पनी रजिस्ट्रार / Assistant Registrar of Companies

महाराष्ट्र, मुंबई
Maharashtra, Mumbai

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

PRUNUS MERCANTILE PRIVATE LIMITED

401/B, MANEK KUNJ 4TH FLOOR MEGHWADI,, DR SS RAO ROAD LALBAUG,,

MUMBAI - 400012,

Maharashtra, INDIA

भारत सरकार-कॉर्पोरेट कार्य मंत्रालय
कम्पनी रजिस्ट्रार कार्यालय, महाराष्ट्र, मुंबई

नाम परिवर्तन के पश्चात नया निगमन प्रमाण-पत्र

कॉर्पोरेट पहचान संख्या : U27205MH2008PTC182034

मैसर्स PRUNUS MERCANTILE PRIVATE LIMITED

के मामले में, मैं एतद्वारा सत्यापित करता हूँ कि मैसर्स
PRUNUS MERCANTILE PRIVATE LIMITED

जो मूल रूप में दिनांक नौ मई दो हजार आठ को कम्पनी अधिनियम, 1956 (1956 का 1) के अंतर्गत मैसर्स
PRUNUS MERCANTILE PRIVATE LIMITED

के रूप में निगमित की गई थी, ने कम्पनी अधिनियम, 1956 की धारा 21 की शर्तों के अनुसार विधिवत आवश्यक विनिश्चय पारित करके तथा लिखित रूप में यह सूचित करके की उसे भारत का अनुमोदन, कम्पनी अधिनियम, 1956 की धारा 21 के साथ पठित, भारत सरकार, कम्पनी कार्य विभाग, नई दिल्ली की अधिसूचना सं. सा. का. नि 507 (अ) दिनांक 24.6.1985 एस्.आर्.एन्. A73147522 दिनांक 04/12/2009 के द्वारा प्राप्त हो गया है, उक्त कम्पनी का नाम आज परिवर्तित रूप में मैसर्स
N R GOLD PRIVATE LIMITED

हो गया है और यह प्रमाण-पत्र, कथित अधिनियम की धारा 23(1) के अनुसरण में जारी किया जाता है।

यह प्रमाण-पत्र, मेरे हस्ताक्षर द्वारा मुंबई में आज दिनांक चार दिसम्बर दो हजार नौ को जारी किया जाता है।

GOVERNMENT OF INDIA - MINISTRY OF CORPORATE AFFAIRS
Registrar of Companies, Maharashtra, Mumbai

Fresh Certificate of Incorporation Consequent upon Change of Name

Corporate Identity Number : U27205MH2008PTC182034

In the matter of M/s PRUNUS MERCANTILE PRIVATE LIMITED

I hereby certify that PRUNUS MERCANTILE PRIVATE LIMITED which was originally incorporated on Nineth day of May Two Thousand Eight under the Companies Act, 1956 (No. 1 of 1956) as PRUNUS MERCANTILE PRIVATE LIMITED having duly passed the necessary resolution in terms of Section 21 of the Companies Act, 1956 and the approval of the Central Government signified in writing having been accorded thereto under Section 21 of the Companies Act, 1956, read with Government of India, Department of Company Affairs, New Delhi, Notification No. G.S.R 507 (E) dated 24/06/1985 vide SRN A73147522 dated 04/12/2009 the name of the said company is this day changed to N R GOLD PRIVATE LIMITED and this Certificate is issued pursuant to Section 23(1) of the said Act.

Given under my hand at Mumbai this Fourth day of December Two Thousand Nine.

(SHRIRAM MOTIRAM SAINDANE)

उप कम्पनी रजिस्ट्रार / Deputy Registrar of Companies

महाराष्ट्र, मुंबई

Maharashtra, Mumbai

कम्पनी रजिस्ट्रार के कार्यालय अभिलेख में उपलब्ध पत्राचार का पता :

Mailing Address as per record available in Registrar of Companies office:

N R GOLD PRIVATE LIMITED

401/B, MANEK KUNJ 4TH FLOOR MEGHWADI,, DR SS RAO ROAD LALBAUG,,

MUMBAI - 400012,

Maharashtra, INDIA



**GOVERNMENT OF INDIA
MINISTRY OF CORPORATE AFFAIRS**

ROC Mumbai
100 Everest Building, Mumbai, Everest 100, Marine Drive, Maharashtra, 400002, India

Certificate of Incorporation Consequent upon conversion to public company

Corporate Identity Number: U27205MH2008PLC182034

IN THE MATTER OF N R GOLD PRIVATE LIMITED

I hereby certify that N R GOLD PRIVATE LIMITED which was originally incorporated on NINETH day of MAY TWO THOUSAND EIGHT under Companies Act, 1956 as PRUNUS MERCANTILE PRIVATE LIMITED and upon an intimation made for conversion into public company Company under Section 18 of the Companies Act, 2013; and approval of Central Government signified in writing having been accorded thereto by the ROC Mumbai vide SRN AA4105117 dated 11/08/2023 the name of the said company is this day changed to N R GOLD LIMITED

Given under my hand at Mumbai this TWENTY FIFTH day of AUGUST TWO THOUSAND TWENTY THREE

Signature Not Verified

Digitally signed by
DS MINISTRY OF CORPORATE
AFFAIRS 4
Date: 2023.08.25 18:04:06 IST

Alpesh Maniya

Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies

Registrar of Companies

ROC Mumbai

Note: The corresponding form has been approved by Alpesh Maniya, Assistant Registrar of Companies/ Deputy Registrar of Companies/ Registrar of Companies and this letter has been digitally signed by the Registrar through a system generated digital signature under rule 9(2) of the Companies (Registration Offices and Fees) Rules, 2014

Mailing Address as per record available in Registrar of Companies office:

N R GOLD LIMITED

Room No. 207, 2nd Floor, Aurum Bldg., 18/22 Shaikh Memon Street, Kalbadevi, NA, MUMBAI, Maharashtra, India, 400002.



Form No. INC-33

e-MOA (e-Memorandum of Association)

[Pursuant to Schedule I (see Sections 4 and 5) to the Companies Act, 2013]]



Form language

English

Hindi

Refer instruction kit for filing the form.

All fields marked in * are mandatory

* Table applicable to company as notified under schedule I of the Companies Act, 2013

A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

(A - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY SHARES

B - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND NOT HAVING A SHARE CAPITAL

C - MEMORANDUM OF ASSOCIATION OF A COMPANY LIMITED BY GUARANTEE AND HAVING A SHARE CAPITAL

D - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND NOT HAVING SHARE CAPITAL

E - MEMORANDUM OF ASSOCIATION OF AN UNLIMITED COMPANY AND HAVING SHARE CAPITAL)

Table A/B/C/D/E

1 The name of the company is

N R GOLD LIMITED

2 The registered office of the company will be situated in the State of

Maharashtra

3 (a) The objects to be pursued by the company on its incorporation are:

To Carry on the business as manufacturers, dealers, importers, exporters, distributors, stockiest, wholesalers and commission agents in ornaments, utensils and fashion jewellery made of Gold, Diamonds, Copper or any other metal or alloy thereof and also to carry on the business as commodity brokers, securities brokers, Share, stock and finance and investment brokers, sub-brokers, underwriters, sub-underwriters and consultants for and to purchase, acquire, hold, sell, buy, invest, trade, exchange, deal, barter, borrow, lend, guarantee, give, comfort for pledge, hypothecate, charge and deal in investment instruments of all kinds and types whether securities or not including share, stocks, debentures, bonds, cumulative convertible preference shares.

2. To appoint any person, firm or corporation or any or more of them to act as agent of the company for the country or countries for promoting the objects of the Company. 3. To purchase or otherwise acquire all the properties, assets, rights, title, interest and goodwill of any business from any person carrying on or engaged in any business or transactions which this Company is authorized to carry on and for the purpose enter into effect with or without any modification. 4. To acquire from time and to and deal in all such stock-trade, goods, chattels, and effect as may be necessary or



convenient for any business for the time being carried on by the company.5.To enter into any partnership or any arrangement for sharing profits, union of interests, joint venture reciprocal concession or otherwise in INDIA & / or abroad, with any person or persons or corporation carrying of engaged in or about to carry on or engage in, any business or enterprise which this Company is authorized to carry and to take or otherwise acquire and hold shares or stock in or securities of and to subsidized or otherwise assist any such company and to sell, hold, reissue with or without guarantee or otherwise deal with such shares, stock or securities.6.To take or otherwise acquire and hold shares, stock debentures or other interest in any other company having objects, altogether or in part similar to those of this Company in INDIA &/Or abroad.7.To buy, import, procure and deal in raw material and consumables required for the business of the Company.8.To apply for, tender, purchase or otherwise acquire any contracts, sub-contracts, licenses and concessions for or in relation to the objects or business herein mentioned or any of them and to undertake execute, carry out, dispose of or otherwise turn to account the same.9.To acquire, purchase, charter, hire, maintain, buy, sell or dispose of land vehicles, warehouses godowns, shops, departmental stores, offices, cellars, power stations, gas works, water works, water tanks, bridges, staff and workers quarters, roads, ways, sidings, bridges, and other works and conveniences which may seem directly or indirectly conducive to any of the objects of the company and to contribute, subsidies or otherwise aid by taking part in any such operations.10.To offer and enter into contracts and agreements for services in connection with the undertaking of market surveys and for development of market surveys and for the development of markets in any part of the world for the business of the company and for that purpose to act as superintendents, surveyors, valuers and analyzers.11.To enter into any like or business involving the exchange or purchases and sales of any of the products and items dealt in by the Company.To act as contractors, suppliers, agents, importers and exporters for any Government or autonomous body or any firm, company, organization in the private or public sector in furtherance of any of the objects of the Company.13.To establish and maintain agencies, branches or appoint representatives, agents, canvassers, selling and buying agents in INDIA or abroad for sale, purchase, exchange, hire, distribution or for any one more of the objects of the Company and to regulate and discontinue the same.14.To apply for take out, obtain, purchase or otherwise acquire and turn to account any copy. rights, licenses, concessions, patent rights or inventions, privileges, trademarks of secret processes which may seem capable of being used for any of the business of



the Company and to use, exercise, develop or grant licenses, in respect of or otherwise turn to account the property, right or information to acquire and to expend money in experimenting upon and testing and improving or seeing to improve any patent rights, inventions, discoveries, process or information of the Company or which the Company may acquire of purpose to acquire. 15. To undertake the payment of all rents and the performance of all convenient, conditions and agreements contained in and reserved by any lease that may be granted or assigned to or be otherwise acquired by the Company. 16. The Company may at any time invite and receive or without any such invitation receive any gifts of immovable or movable property and offerings or voluntary donations or bequests and legacies either from the shareholder or from any other person for all or any of the objects of the Company with or without any special conditions provided such receipts or the conditions attached are not inconsistent with or derogatory to any of the objects of the Company. Subject to the provision of Companies Act 2013. 17. To acquire and take over as a going concern by purchase of, or on lease and to undertake, to carry on the whole or any part of the business together with the goodwill and trade name, property rights, and liabilities of person or persons, firm of any company carrying on any business, any part of the purposes of which is within the objects of the Company is authorised to carry on or and to pay for the same by shares, debentures, debenture stock, bonds, cash or otherwise and to conduct and carry on or liquidate and wind up any such business. 18. To amalgamate, enter into foreign or Indian technical, and/ or financial collaboration, partnership or into any arrangement, for sharing or dealing profits, union of interest, co-operation, joint-venture, reciprocal concession, or otherwise with any person firm, co-operation or Government or Company carrying on, engaged in or about to carry on or engage in any business, undertaking or transaction which the Company is authorized to carry on and to lend money to guarantee the contracts or otherwise assign any such person, firm or company and to take or otherwise acquire and hold shares or securities of any such person, firm or companies, to sell, hold, reissue with or without guarantee or otherwise deal with the same. 19. To promote, form and to be interested in, and take, gold and dispose of shares in any other company having objects similar altogether or in part those of this Company or and to subsidiaries issuing or subscribing for or guaranteeing the subscription issue of shares, stocks, debenture stock, or other securities of such company to transfer to any such company and property of this Company and to take or otherwise acquire, hold and dispose of shares, debenture and other securities in or of any such Company. 20. To enter into, make and perform contracts and



arrangements, of every kind and description with corporate body, State or Central Government or any Companies, firms or persons that may seem conducive to the company's objectives or any of them and to obtain from any such authority any rights, privileges, charters, contracts, concessions, licenses or purchase and sale of any kind of goods, machinery, spare parts, securities, shares, stocks, debentures, which the Company for the time being may think desirable to obtain and carry out, exercise and comply with such arrangements, rights, privileges and concessions. 21. To sell, sublet, mortgage, lease, manage, develop, exchange, dispose of or transfer the business, immovable or movable property, and undertaking of the Company or any part thereof or any part of the property, rights and concessions of the Company in such manner and upon such terms and conditions and for such consideration as the Directors of the Company, for the time being may think fit to accept and in particular for cash, shares, debentures, debenture-stock, bonds or securities of any other company having objects altogether or in part similar to those of this Company 22. To receive, raise, or borrow money other than public deposits from time to time for any of the business of the Company by bonds, debentures or promissory notes or by taking credit in, or opening current accounts with any Bank or Bankers and whether with or without giving any security, goods or other articles or by mortgaging, pledging, charging, hypothecating or selling or receiving advances or the sale of any lands, buildings, and machinery, goods, assets or revenue of Company, present or future, including its uncalled capital or by the issue of debenture, debenture-stock, perpetual or otherwise including debentures or debenture-stock convertible into shares of this or any other company or to convey the same absolutely or in trust and give lenders powers of sale and other powers as may be expedient and to purchase, redeem or pay off such securities subject to R.B.I. direction and subject to provision of Section 58A. 23. To lend or deposit moneys belonging or entrusted to or at the disposal of the Company to such person Company and in particular to customers and others having dealings, with the Company with or without security upon such terms as may be thought proper and to invest or otherwise employ such moneys in such manner as may be thought proper and from time to time vary such transaction. However, the Company shall not carry on banking business as defined under the Banking Regulation Act, 1949. 24. To invest and deal with moneys of the Company not immediately required in Immovable properties, shares, stock, bonds, debentures, obligations or other securities of any company or association or in Government Securities or units of any mutual funds in current or deposit account with banks or on the mortgage



of immovable properties of any tenure or on the pledge of movable property of in any other manner as may from time to time be determined by the Directors of the Company for the time being and from time to time, sell or vary all such investments and execute all assignments, transfer, receipts and documents that any be necessary in that behalf. 25.To advance and/ or to lend money, either with or without security and generally to such persons, firms, associations, trusts, corporation, companies upon such terms and conditions as the Company may think fit. 26.To give guarantee for the performance or discharge of any obligations, liabilities, duties or the payment of moneys by any persons, firms and companies or Government of States and to give indemnities. 27.To guarantee the payment of money unsecured or secured by or payable under or in respect of promissory notes, bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations, instruments, stock and securities of any company or any such authorities supreme, municipal, local or otherwise or of any persons whomsoever, whether incorporated or not incorporated and to guarantee or become sureties for the performance of any contractors or obligations. 28.To place, to reserve, or to distribute as bonus shares among the members or otherwise to apply, any moneys received by way of premium on shares, or debentures issued at a premium by the Company and any moneys received in respect of on forfeited shares and moneys arising from the sale by the Company of forfeited shares. 29.Subject to the provisions of the Act, to distribute among the members in specie any property of the Company or any proceeds of sale of disposal of any property of the Company, in the event of winding up. 30.To draw, make, issue, accept, transfer and endorse, discount execute and negotiate promissory notes, bundles, bills of exchange, cheques, drafts, bills of lading, letters of credit, delivery orders, dock warrants, railway or transport receipts, warehouse Keeper's certificates and other negotiable or commercial or mercantile instruments connected with the business of the Company. 31.To open accounts with any bank or banks and to deposit moneys therein and to draw and endorse cheques on and to withdraw money from such accounts and operate upon same (whether overdraft or not) as may be required for any of the objects or business of the Company. 32.To insure any of the persons, properties, undertakings, contracts, guarantee or obligation or profits of the Company, of every nature and kind in any manner whatsoever. 33.To refer any dispute, claim or demand by or against the Company to arbitration and observe and perform the awards. 34.To employ experts to investigate and to examine into the conditions, prospects, value, character and circumstances of any business concerns and undertakings and of any assets, property or rights.



35. To acquire from any persons, firm or body corporate or incorporate whether in INDIA or elsewhere, technical, information, know-how, required for carrying out the main objects of the Company. 36. To be interested in, promote and undertake the Information and establishment of such Institutions, association, chamber of commerce, or other bodies, business, industrial trading within the objects of the Company as may be considered to be conducive to the profit and interest of the Company and to acquire, promote and/ or subsidies any industry or undertaking. 37. To undertake and execute any trusts, the undertaking where of may seem desirable either gratuitously or otherwise, and/ or to make donations to any persons, company or association and to subscribe or guarantee money for any national International, charitable, benevolent, educational, public general or other useful object, activity, exhibition, or trade show which may be the objects of the company or in the interests of its members or for the welfare of the staff. 38. To establish, provide, maintain and conduct or otherwise subsidies research laboratories and experimental stations, work-shops for scientific and technical research, experiments and tests of all kinds and to promote studies and research both scientific and technical investigation and invention by providing, subsidizing endowing or assisting laboratories, workshops, libraries, training colleges, school and other institutions for training lectures, meetings and conferences and by providing the remuneration of scientific or technical professions, or teachers and by providing for the award of exhibitions, scholarships, prizes, grants and parasaries to students or otherwise and to encourage, promote and reward studies, researches, investigations, experiments tests and inventions of any kind that may be considered likely to assist any business which the Company is authorized to carry on. 39. To enter into any arrangements and to take all necessary or proper steps with Governments or with other authorities supreme, national, local municipal or otherwise of any place in which the Company may have interest and to carry on any negotiations or operations for the purposes of directly carrying out the objects of the Company or effecting any modification in the constitution of the Company or furthering the interest of its members and to oppose any such steps taken by the other Company, firms or persons which may be considered likely directly or indirectly to prejudice the interests of the Company or its members and to promote or assist the promotion. Whether directly or indirectly, of any legislation which may appear to be in the interest of the Company and to oppose and resist whether directly or indirectly legislation which may seem disadvantageous to the Company and to obtain from any such Government, authority or any Company any charter, contracts, decrees,



rights, agents, loans, privileges or concessions which the Company may think fit or desirable to obtain and to carry out, exercise and comply with any such arrangements, charters, contracts, decrees rights, privileges or concessions. 40. To adopt such means of making known the business of the Company as may seem expedient and in particular by advertising in the press, radio, television, by circulars, posters, by purchase and exhibition of works of art or interest, by purchase and exhibition of works of art or interest, by publication of books, periodicals and by granting prizes, awards and donations (including donations to any fund for charitable or public purpose.) 41. To promote, form and aid in promotion formation of any company or companies having similar objects, for the purpose of acquiring all or any of the property, undertaking rights, and liabilities of such company or this Company and to be interested in, or take or otherwise acquire, purchase, hold, sell or otherwise dispose of shares, debentures, and other securities, in or of any objects mentioned in this Memorandum and to subsidize or otherwise assist any such company and to undertake the management or other work, duties and business of any such company on such terms and conditions as may be arranged. 42. To create any depreciation fund, reserve fund, sinking fund, insurance fund, dividend equalization fund, capital redemption fund or any other special fund whether for depreciation or for repairing, improving, extending or maintaining any of the property of the Company or for redemption of debentures or redeemable preference shares, or for any other purpose whatsoever conducive to the interest of the Company. 43. To provide for the welfare of the Directors, ex-Directors, employees or ex-employees of the Company or its predecessors in business and the wives and families of the dependents of such persons by building or contributing to the building of houses, dwelling, chawls or quarters or by grants of money, pensions, gratuities, non-contributory pension of superannuation funds, allowances, bonuses, awards, profits, sharing or other scheme or trusts and by providing or subscribing or contributing towards places of instruction and recreating, hospitals, and dispensaries, medical and other attendance and other assistance as the company shall think fit and to establish maintain and grant scholarships, monies to any persons for technical study and education into INDIA and elsewhere in the world which may be necessary or useful for any of the objects of the Company, and to subscribe or otherwise to assist or to guarantee money to charitable, benevolent, religious, scientific national or other institutions or objects which shall have any Moral or other claim to support or aid by the Company either by reason or locality of operation or of public and general utility or otherwise. 44. To aid, peculiarly or otherwise, any association or

(b) *Matters which are necessary for furtherance of the objects specified in clause 3(a) are



movement having for an object the solution, settlement or surmounting of industrial or labour problems or troubles or the promotions of industry or trade. 45.To pay out of the funds of the Company, all expenses of and incidental to the issue of subscription of the shares or loans or capital including brokerage, underwriting or other commission for obtaining application for or placing or guaranteeing the placing of shares of any debentures, debenture-stock and other securities of this Company and also all expenses attending the issue of any circular or notices, and the printing, stamping, circulating, proxies and forms to be filled up by the members of the Company. The expenses relating to the registration of this Company shall be borne by the promoters. 46.To act as principals, agents, contractors, trustees or otherwise and either alone or in conjunctions with others. 47.To exercise all or any of its corporate powers, rights and to conduct its business in all or any of its branches in the Union of INDIA and in any or all States, Territories, possessions, colonies and dependencies thereof in any or all foreign countries, and for this purpose to appoint managers, either on salary and commission and to have, maintain, and to discontinue, such number of offices and agencies therein as may be convenient. 48.To procure the Company to be or recognized in INDIA and abroad. 49.To invest the surplus funds of the Company in stock, shares, bonds, securities, debentures, fixed and other deposits, estate, property and other assets. 50.To negotiate lease, underwriting contracts, mortgages, equity participations, cash credits, working and other financial facilities from banks, financial institutions and Government or Semi-Government bodies. (C) OTHER OBJECTS: 51.To carry on business as financiers, and to undertake and carry on and execute all kinds of financial operation. 52.To finance Industrial Enterprises. 53.To underwrite or sub-underwrite or guarantee the subscription thereof and to purchase and sell unit. 54.To carry on the business as financial advisers and to advise and assist in all financial, Costing, accounting, internal control, and other similar matters to advise and assist in the preparation of all revenue and capital budgets, development of funds, long term planning or utilization of resources for rehabilitation, renewal, expansion and diversification, procuring bank and institutional finance including cash credit facilities, overdraft facilities, subscription of debenture and term loans, to assess the needs of short and long term credit facilities and raising of resources, to advise and assist in the formulation of internal control procedures fro the maintenance and presentation of all assets and prevention of fraud, wastage, financial and cost accounting procedure and other connected matter, to advice and assist in formulating long term financial policies and control of their execution and generally to advise



and assist in all financial, fiscal and revenue matters. 55. To act as agricultural consultants, farm experts, plantation experts, technical advisers in agriculture, farming, gardening, seeds growing, scientific farming, intensive and extensive cultivation, large scale farming and as experts in all lines of agriculture, horticulture, sericulture, botanical gardening and the like. 56. To process, treat and refine seeds of all kinds and varieties, and to produce breed and grow grains, hybrid seeds, and farm produce of all kinds and varieties and to grow, cultivate, plant, produce, process, buy, sell, make, market, import, export or otherwise deal in all varieties and kinds of agricultural, horticultural, Sericultural, botanical and garden products and farm products, grains, seeds, crops including commercial crops of all kinds and varieties and fodder of all kinds of varieties and any kinds of products or by products therefrom. 57. To carry on business of manufacturers, buyers sellers, growers, producers, importers, exporters, and dealers in all kinds of seeds, fruits, vegetables raw, reserved, canned, converted or otherwise, their products and derivative whether edible, pharmaceuticals, medicinal or any other kind, or nature whatsoever and food preparations of every kind and description and generally to carry on business of manufacturers and traders in jams, jellies, pickles, chutneys, marmalades, vinegars, sausages, ketchups, juices, powders, drinks, squashes, syrups, beverages, and preparations, of all kinds of food preparations. 58. To promote, establish, improve, develop, administer own and run agro-industries, projects or enterprises or programmes for manufacture or production of plant, machinery. Implements, accessories, tools, material, substances, goods or things or any description which in the opinion of the Company will help the growth and modernization of agriculture, forestry, pisciculture, sericulture, apiculture, poultry farming, and animal husbandry. 59. To carry on the business of mechanical engineers, structural engineers, automobile engineers, automobile engineers engineering activities and/ or services, and engineers in all branches of work whatsoever known to engineering, steel makers, fabricators, iron founders, welders, tool makers, bras in copper, aluminum and other metal founders, sheet metal workers, boiler makers, millwrights machinists, iron and steel converters, smiths, metallurgists, castings, pressing, forgings, stamping, steel, makers tube, pipe and tool manufactures, modulators and filters. 60. To act as shipping agents, are vendors, charters, hirers, freight brokers, clearing agents and traveling agents. 61. To carry on business as registrars and transfer agents, issue Houses, and consultants. 62. To rear, breed, keep maintain, nourish, improve, develop, buy, sell, import, export or otherwise deal in all varieties of cattle, hocks, sheep and other livestock and



animals of all kinds and to carry on business or cattle-breeding, sheep-breeding, dairy-farming and the like and to make, produce, process, buy, sell, import, export or otherwise deal in all kinds of milk and pasture products, including butter, ghee, cheese, sweets, condensed milk, powder milk and all varieties and kinds of animal products and to carry on business in dairy-farmers, breeding farmers of all kinds and all varieties and the like. 63. To keep, maintain, nourish, develop, rear, buy, sell, import, export or otherwise deal in all kinds of poultry and to buy, sell, import, export or otherwise deal in all varieties of eggs for eating or hatching or otherwise and to hatch eggs, buy and sell baby chicks and breeding stocks and to maintain conduct and operate, poultry farms and centers. 64. To carry on all of any of the business as traders, general merchants, stockiest, distributors, stationers, printers, lithographer, type founders, stereo tippers, electrotypers, photographic printers, photolithographers, chormo-lithographers, engravers, dye sinkers, book-binders, designers, draughts men, paper and ink manufactures, book sellers, publishers, advertising agents, and dealers in or manufactures of any other articles or things of a character similar or analogous to the foregoing or any of them or connected therewith. 65. To carry on all or any of the business of seed crushers and manufactures of linseeds, cotton and other cakes, oil extractors, by crushing chemical or soap bollers and maker and manufactures of cattle food and feeding and fattening preparations of food and feeding and fattening preparation of every description meal manufactures, grain and seed merchants, flax and cotton merchants, flour merchants, cake and corn merchants, millers, bakers biscuit merchants, hay straw and fodder merchants, vanish makers, candle makers and steering and saccharine manufactures. 66. To carry on the business as sole or general agents, or general or general representative and sole or general stickiests or distributors or organizers of any industrial or commercial or agricultural enterprise. 67. To acquire, own hold possess, manage, supervise organize, develop, conduct, cultivate, till and improve land, farms fields, creeks areas and sites whether for agricultural horticultural, sericultural, botanical or garden purpose or for vegetable and other plantation and for nursery of or as model farms or for any purpose whatsoever. 68. To carry on all or any of the business as merchants, traders, commission agents, selling agents, brokers, adallas, buyers, sellers, importers, exporters, dealers in collectors of and to import, export, buy, sell, exchange, distribute, pledge, mortgage advance upon or otherwise trade and deal in machinery, equipments, components, spare parts, goods produce articles and merchandise of any kind whatsoever and without prejudice to the generality of the foregoing, agricultural



commodities, food grains, horticultural sericultural, botanical and garden products and farm products, crops including commercial crops of all kinds and any kinds of products or by products there from, seeds vegetable plants, trees fruits, flowers, herbs, shrubs, sprouts, bulbs, roots, creepers all varieties of garden plants, grapes, vines sugarcane, cotton of all varieties, tea coffee, cocoa, rubber, spices and plantation crops, milk, milk products, raw material required by industries, semi-finished products of industries and finished products of industries including machinery, equipment chemical, intermediates, electrical goods, textile yarns and fabrics, garments furniture minerals, ores and oils as wholesalers or retailers, on the basis of ready delivery or forward contracts or on commission basis. 69.To undertake, carry out, promote and sponsor any activity for publication of any books literature, newspaper, or for organizing lectures, conferences or seminars, workshops, training, programmes, for giving merit awards, scholarships, loans or any other assistance to institutes, deserving students or academic pursuits or researchers and for establishing conducting, assisting any institutions, fund trust. 70.To acquire, lease or lot sophisticated office machineries such as computers, tabulators, equipments, addressing machines and other office for equipments and leasing or lending such equipments for providing services of these machines to various clients. 71.To carry on the business of hotel keepers, lodging houses and restaurant keepers, caf? tavern, beer house and refreshment room keepers, licensed victuallers, wine been and spirit merchants, brewers, malsters, distillers, purveyors, caterers, manufacturers and dealers in sweet, toffees, chocolates and biscuits of all kinds and the business of bakers and ice manufacturers. 72.To carry on the business of travel agency and to act as tourist agents and contractors and to facilitate traveling and provide for tourists and travelers or promote the provision of conveniences of all kinds. 73.To carry on the business as owners and publishers of newspapers, journals, magazines, books and other literary works and undertaking. 74.To carry on all or any of the business of printers, stationers, lithographers, type founders, stereotypes, photographic, printers, photolithographers, chromolithographers, engravers, diesinkers, book-blinders, designers, draughtsman, paper and booksellers, paper and booksellers, publishers, advertising agents, engineers and dealers. 75.To carry on all or any of the business of manufacturers of and dealers in organic and inorganic chemicals, petrochemicals fertilizers, manures, pesticides, calcium carbide, ethylalcohol, coal-tar, ointments, essences, acids, toilet requisites, sops, detergents, cosmetics perfumes dyes, paints colors pigments, varnishes, inks explosives, ammunition, fuels, oils greases lubricants. 76.To carry on all or any of the business



or manufacturing, processing and dealing in iron and steel, ferro alloys, special steel, aluminum, copper, lead, zinc and dealing in industrial machinery, boilers, internal combustion engines, ball, roller, and tapered bearing, tubes, cables, wires, pipes, cookers, printing machinery and textile machinery and their components and accessories. 77. To carry on all or any of the business of makers, of the dealers in scientific and industrial instruments of all kind for indicating, recording, controlling measuring and timing machine tools, precision tools, surgical instruments and appliance and artificial limbs, dental and optical equipment and goods, anatomical, orthopedic and surgical appliances of all kinds and providers of all requisites for hospital, patients and invalids. 78. To carry on the business in and to own, buy, sell, possess, develop, construct, demolish, re-build, renovate, divide, repair maintain let out, hire, rent, lease, pledge, mortgage or otherwise deal in land, building apartment, and other immovable properties and to promote industrial estate, formation co-operative housing societies, companies, trusts or other associations and to provide accommodations for residence and business of all types or for any other purpose. 79. To carry on business, buyers, sellers, and manufacturer, all or any of the building material inclusive of lime, lime stone, related products, ceramic products, bricks, tiles, cement, badarpur, pipes, pre-fabricating paving, lining roofing material iron, coal and bums and to buy, sell manufacture, prepare mix formulate and deal in stores, limes, clays, cement, bricks, pozzolanes and all kinds of materials and chemicals. 80. To carry on the business of buying, selling, hire purchase, hiring renting, licensing, leasing of any immovable or movable property and all type of machinery, vehicles, tractors, implements apparatus, appliances, tools, plants, equipment facilities, patents, formulate, copyrights. 81. To carry on the business in all parts of the world as exporters, importers, wholesalers, buyers, retailers, distributors, stockists, dealers, indentures of all kinds of goods materials and general merchandise and to act as recognized Export House or Trading House. 82. To carry on business of refining and smelting and producing all kinds of ferrous and non ferrous metals from virgin metals, metal scrap and residues and wastes and mixing and separating any metal and metal alloy. 83. To carry on business of importers, exporters, and manufacturers of and dealers in all classes of electrical tools, electrical goods, accessories and fittings, control instrumentation, checking instruments, laboratory machines, engineering, testing and other machinery. 84. To carry on the business of manufacturing, buying, selling, importing, exporting and trade in all kinds of plastic components, tool, material required for industries and other goods and articles used for



domestic purposes. 85. To carry on the business of casting, forging, machining, processing, assembling of non-ferrous metal, round bars billets and components. 86. To carry on business as manufacturers, processors, refiners, exporters, importers and dealers in all types of chemical, including basic chemicals, organic chemicals, inorganic chemicals and heavy chemicals and chemical fertilizers, dyes, dye-stuffs and dye-stuff intermediate (all type of) pesticides, including insecticides fungicides, weedicides, drugs and pharmaceutical including biological and therapeutic preparation, hormones including plant growth activators and regulators and other articles and compounds, ingredients and products and other things of any description for use in connection therewith. 87. To carry on the business of processors, buyers, sellers, importers, exporters, suppliers, dealers, merchants, in all kinds of steel including alloy and tool steels, stainless and special steels, mild steel, in all grades, sections and sizes production of open and closed- die forgings, heat treatment, machining and finishing operations. 88. To carry on the business or profession of acting as Management Consultants, Financial Consultants and Advisors, Investment Consultants and Advisors for all matters arising out of or relating to the field of finance, local or international investment, mergers and acquisitions, demergers, valuations, reorganisations and reconstructions, diversification strategies and disinvestments, venture capital, market research, financial management and rendering of financial consultancy and advisory services to individuals, companies, firms, bodies corporate, government organisations, departments, institutions, concerns, co-operatives, associations and other entities in INDIA and abroad. 89. To carry on the business in INDIA and abroad as Trader, Distributors, Dealers, Exporter, Importer, Brokers, Stockiest & Commission agent, Agency business, Selling & Marketing Business.

4 The liability of the member(s) is limited, and this liability is limited to the amount unpaid if any, on the shares held by them.

5 Every member of the company undertakes to contribute:

(i) to the assets of the company in the event of its being wound up while he is a member, or within one year after he ceases to be a member, for payment of the debts and liabilities of the company or of such debts and liabilities as may have been contracted before he ceases to be a member; and

(ii) to the costs, charges and expenses of winding up (and for the adjustment of the rights of the contributories among themselves), such amount as may be required, not exceeding * rupees.

(iii) The share capital of the company is rupees, divided into

11000000	Equity Share	Shares of	10	Rupees each	
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Attachments

First Subscriber (s) sheet

MOA Subscriber.pdf

Declaration

Pursuant to resolution no. 01 dated, 16/09/2024 I, on the behalf of Board of Directors, declare that following amendments have been adopted in Memorandum of Association:

the omission of few lines in point 3(a) of the object clause of the MOA of the Company while filing e-Form MGT-14 (dated: 31/07/2023; SRN: AA3905147) for conversion of the company from private to public limited was inadvertent

To be digitally signed by

Name

RINKU SANJAY JAIN

Designation

Director

DIN

02112407

DSC

RINKU SANJAY JAIN
Digitally signed by
RINKU SANJAY JAIN
Date: 2024.09.27
15:33:23 +05'30'



We, the several persons, whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this Memorandum of Association and we respectively agree to take the number of equity share in the capital of the Company set opposite our respective manners.

Name, Addresses, Description And Occupation of Subscribers	No. of Shares Agreed to be Taken by each Subscribers	Signature of Subscribers	Signature, Name, Address Description and Occupation Of Witness
<p>① SANJAY POPATLAL JAIN S/o POPATLAL JAIN 401/B MANEK KUNJ 4th Road MEGHWADI DR. S. S. RAO ROAD LALBAUG, MUMBAI. 400012 PAN: AEVPS 131P BUSINESS</p>	<p>5000 FIVE THOUSAND</p>	<p>P. Sanjay</p>	<p>Witness for sub- scribers one of two <i>garkh</i> Ashok Garkhad S/o. Shrinori Garkhad <i>garkh</i> Co. 9/15, Maraji Valji Adg. Dr. M.B. Velkar Street, Mumbai-400002. Service.</p>
<p>② RINKU SANJAY JAIN D/o BABULAL JAIN 401/B, MANEK KUNJ, 4th FR, MEGHWADI, DR. S. S. RAO Road, LALBAUG, MUMBAI -400012. PAN - ADPPR 06468 BUSINESS</p>	<p>5000 FIVE THOUSAND</p>	<p>Rinky</p>	
	<p>10000 [TEN THOUSAND EQUITY SHARES]</p>		

Mumbai dated this 21-Apr-08

For N. R. GOLD LIMITED

Sanjay

Managing Director

For N. R. GOLD LIMITED

Rinky

Director

Form No. INC-34

e-AOA (e-Articles of Association)

[Pursuant to Section 5 of the Companies Act, 2013 and rules made thereunder read with Schedule I]



Form language

English Hindi

Refer instruction kit for filing the form.

All fields marked in * are mandatory

Table applicable to company as notified under schedule I of the Companies Act, 2013 (F, G, H)

F
F - A COMPANY LIMITED BY SHARES
N R GOLD LIMITED

Table F / G / H (basis on the selection of above-mentioned field) as notified under schedule I of the companies Act, 2013 is applicable to

- (F – a company limited by shares
- G – a company limited by guarantee and having a share capital
- H – a company limited by guarantee and not having share capital)

The name of the company is

Check if not applicable	Check if altered	Article No.	Description
			Interpretation
<input type="checkbox"/>	<input checked="" type="checkbox"/>	I	<ul style="list-style-type: none"> In these regulations? ?the Act? means the Companies Act, 2013, ? the seal? means the common seal of the company.?"the company" means N R GOLD LIMITED?Directors"means the Directors of the Company and includes persons occupying the position of the directors by whatever name called.Unless the context otherwise requires, words or expressions contained in these regulations shall bear the same meaning as in the Act or any statutory modification thereof in force at the date at which these regulations become binding on the company.
			Share Capital and Variation of rights
<input type="checkbox"/>	<input checked="" type="checkbox"/>	II 1	<ul style="list-style-type: none"> Subject to the provisions of the Act and these Articles, the shares in the capital of the company shall be under the control of the Directors who may issue, allot or otherwise dispose of the same or any of them to such persons, in such proportion and on such terms and conditions and either at a premium or at par and at such time as they may from time to time think fit.b. The Authorized Share Capital of the Company shall be such amounts and be divided into such shares as may, from time to time, be provided in Clause V of the Memorandum of Association with power to increase or reduce the capital in accordance with the Company?s regulations and legislative provisions for the time being in force in that behalf with the powers to divide the share capital, whether original increased or decreased into several classes and attach thereto respectively such ordinary, preferential or special rights and conditions in such a

For N. R. GOLD LIMITED

[Signature]
Managing Director

For N. R. GOLD LIMITED

[Signature]
Director

manner as may for the time being be provided by the Regulations of the Company and allowed by law.

- i. Every person whose name is entered as a member in the register of members shall be entitled to receive within two months after incorporation, in case of subscribers to the memorandum or after allotment or within one month after the application for the registration of transfer or transmission or within such other period as the conditions of issue shall be provided,?
 - a. one certificate for all his shares without payment of any charges; or
 - b. several certificates, each for one or more of his shares, upon payment of twenty rupees for each certificate after the first.
- ii. Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid - up thereon.
- iii. In respect of any share or shares held jointly by several persons, the company shall not be bound to issue more than one certificate, and delivery of a certificate for a share to one of several joint holders shall be sufficient delivery to all such holders

- i. If any share certificate be worn out, defaced, mutilated or torn or if there be no further space on the back for endorsement of transfer, then upon production and surrender thereof to the company, a new certificate may be issued in lieu thereof, and if any certificate is lost or destroyed then upon proof thereof to the satisfaction of the company and on execution of such indemnity as the company deem adequate, a new certificate in lieu thereof shall be given. Every certificate under this Article shall be issued on payment of twenty rupees for each certificate.
- ii. The provisions of Articles(2) and(3) shall mutatis mutandis apply to debentures of the company.

Except as required by law, no person shall be recognised by the company as holding any share upon any trust, and the company shall not be bound by, or be compelled in any way to recognise (even when having notice thereof) any equitable, contingent, future or partial interest in any share, or any interest in any fractional part of a share, or (except only as by these regulations or by law otherwise provided) any other rights in respect of any share except an absolute right to the entirety thereof in the registered holder.

- i. The company may exercise the powers of paying commissions conferred by sub-section (6) of section 40, provided that the rate per cent or the amount of the commission paid or agreed to be paid shall be disclosed in the manner required by that section and rules made thereunder.
- ii. The rate or amount of the commission shall not exceed the rate or amount prescribed in rules made under sub-section (6) of section 40.
- iii. The commission may be satisfied by the payment of cash or the allotment of fully or partly paid shares or partly in the one way and partly in the other.

- i. If at any time the share capital is divided into different classes of shares, the rights attached to any class (unless otherwise provided by the terms of issue of the shares of that class) may, subject to the provisions of section 48, and whether or not the company is being wound up, be varied with the consent in writing of the holders of three-fourths of the issued shares of that class, or with the sanction of a special resolution passed at a separate meeting of the holders

For N. R. GOLD LIMITED

[Signature]
Managing Director

For N. R. GOLD LIMITED

[Signature]
Director

		of the shares of that class. ii. To every such separate meeting, the provisions of these regulations relating to general meetings shall mutatis mutandis apply, but so that the necessary quorum shall be at least two persons holding at least one-third of the issued shares of the class in question.
<input type="checkbox"/>	<input type="checkbox"/>	7 The rights conferred upon the holders of the shares of any class issued with preferred or other rights shall not, unless otherwise expressly provided by the terms of issue of the shares of that class, be deemed to be varied by the creation or issue of further shares ranking pari passu therewith.
<input type="checkbox"/>	<input type="checkbox"/>	8 Subject to the provisions of section 55, any preference shares may, with the sanction of an ordinary resolution, be issued on the terms that they are to be redeemed on such terms and in such manner as the company before the issue of the shares may, by special resolution, determine.
		Lien
<input type="checkbox"/>	<input type="checkbox"/>	9 i. The company shall have a first and paramount lien? a. on every share (not being a fully paid share), for all monies (whether presently payable or not) called, or payable at a fixed time, in respect of that share; and b. on all shares (not being fully paid shares) standing registered in the name of a single person, for all monies presently payable by him or his estate to the company: Provided that the Board of directors may at any time declare any share to be wholly or in part exempt from the provisions of this clause. ii. The company's lien, if any, on a share shall extend to all dividends payable and bonuses declared from time to time in respect of such shares.
<input type="checkbox"/>	<input type="checkbox"/>	10 • The company may sell, in such manner as the Board thinks fit, any shares on which the company has a lien: Provided that no sale shall be made? • a unless a sum in respect of which the lien exists is presently payable; or • b until the expiration of fourteen days after a notice in writing stating and demanding payment of such part of the amount in respect of which the lien exists as is presently payable, has been given to the registered holder for the time being of the share or the person entitled thereto by reason of his death or insolvency.
<input type="checkbox"/>	<input type="checkbox"/>	11 i. To give effect to any such sale, the Board may authorise some person to transfer the shares sold to the purchaser thereof ii. The purchaser shall be registered as the holder of the shares comprised in any such transfer. iii. The purchaser shall not be bound to see to the application of the purchase money, nor shall his title to the shares be affected by any irregularity or invalidity in the proceedings in reference to the sale.
<input type="checkbox"/>	<input type="checkbox"/>	12 i. The proceeds of the sale shall be received by the company and applied in payment of such part of the amount in respect of which the lien exists as is presently payable. ii. The residue, if any, shall, subject to a like lien for sums not presently payable as existed upon the shares before the sale, be paid to the person entitled to the shares at the date of the sale.
		Calls on shares

For N. R. GOLD LIMITED

For N. R. GOLD LIMITED

[Signature]
Managing Director


[Signature]
Director

<input type="checkbox"/>	<input type="checkbox"/>	13	<p>i. The Board may, from time to time, make calls upon the members in respect of any monies unpaid on their shares (whether on account of the nominal value of the shares or by way of premium) and not by the conditions of allotment thereof made payable at fixed times: Provided that no call shall exceed one-fourth of the nominal value of the share or be payable at less than one month from the date fixed for the payment of the last preceding call.</p> <p>ii. Each member shall, subject to receiving at least fourteen days' notice specifying the time or times and place of payment, pay to the company, at the time or times and place so specified, the amount called on his shares.</p> <p>iii. A call may be revoked or postponed at the discretion of the Board.</p>
<input type="checkbox"/>	<input type="checkbox"/>	14	A call shall be deemed to have been made at the time when the resolution of the Board authorizing the call was passed and may be required to be paid by instalments.
<input type="checkbox"/>	<input type="checkbox"/>	15	The joint holders of a share shall be jointly and severally liable to pay all calls in respect thereof.
<input type="checkbox"/>	<input type="checkbox"/>	16	<ul style="list-style-type: none"> • If a sum called in respect of a share is not paid before or on the day appointed for payment thereof, the person from whom the sum is due shall pay interest thereon from the day appointed for payment thereof to the time of actual payment at ten per cent per annum or at such lower rate, if any, as the Board may determine. • The Board shall be at liberty to waive payment of any such interest wholly or in part.
<input type="checkbox"/>	<input type="checkbox"/>	17	<p>i. Any sum which by the terms of issue of a share becomes payable on allotment or at any fixed date, whether on account of the nominal value of the share or by way of premium, shall, for the purposes of these regulations, be deemed to be a call duly made and payable on the date on which by the terms of issue such sum becomes payable.</p> <p>ii. In case of non-payment of such sum, all the relevant provisions of these regulations as to payment of interest and expenses, forfeiture or otherwise shall apply as if such sum had become payable by virtue of a call duly made and notified.</p>
<input type="checkbox"/>	<input type="checkbox"/>	18	<ul style="list-style-type: none"> • The Board - • a. may, if it thinks fit, receive from any member willing to advance the same, all or any part of the monies uncalled and unpaid upon any shares held by him and • b. upon all or any of the monies so advanced, may (until the same would, but for such advance, become presently payable) pay interest at such rate not exceeding, unless the company in general meeting shall otherwise direct, twelve per cent per annum, as may be agreed upon between the Board and the member paying the sum in advance.
			Transfer of shares
<input type="checkbox"/>	<input type="checkbox"/>	19	<p>i. The instrument of transfer of any share in the company shall be executed by or on behalf of both the transferor and transferee.</p> <p>ii. The transferor shall be deemed to remain a holder of the share until the name of the transferee is entered in the register of members in respect thereof.</p>
<input type="checkbox"/>	<input type="checkbox"/>		i. The Board may, subject to the right of appeal conferred by section 58 decline to register?

For N. R. GOLD LIMITED


Managing Director

For N. R. GOLD LIMITED


Director

	20		ii. the transfer of a share, not being a fully paid share, to a person of whom they do not approve; or iii. any transfer of shares on which the company has a lien.
<input type="checkbox"/>	21	<input type="checkbox"/>	<ul style="list-style-type: none"> The Board may decline to recognise any instrument of transfer unless? <ul style="list-style-type: none"> a. the instrument of transfer is in the form as prescribed in rules made under sub-section (1) of section 56; b. the instrument of transfer is accompanied by the certificate of the shares to which it relates, and such other evidence as the Board may reasonably require to show the right of the transferor to make the transfer; and c. the instrument of transfer is in respect of only one class of shares.
<input type="checkbox"/>	22	<input type="checkbox"/>	<ul style="list-style-type: none"> On giving not less than seven days' previous notice in accordance with section 91 and rules made thereunder, the registration of transfers may be suspended at such times and for such periods as the Board may from time to time determine; Provided that such registration shall not be suspended for more than thirty days at any one time or for more than forty-five days in the aggregate in any year.
			Transmission of shares
<input type="checkbox"/>	23	<input type="checkbox"/>	<ol style="list-style-type: none"> On the death of a member, the survivor or survivors where the member was a joint holder, and his nominee or nominees or legal representatives where he was a sole holder, shall be the only persons recognised by the company as having any title to his interest in the shares Nothing in clause (i) shall release the estate of a deceased joint holder from any liability in respect of any share which had been jointly held by him with other persons.
<input type="checkbox"/>	24	<input type="checkbox"/>	<ol style="list-style-type: none"> Any person becoming entitled to a share in consequence of the death or insolvency of a member may, upon such evidence being produced as may from time to time properly be required by the Board and subject as hereinafter provided, elect, either? <ol style="list-style-type: none"> to be registered himself as holder of the share; or to make such transfer of the share as the deceased or insolvent member could have made. The Board shall, in either case, have the same right to decline or suspend registration as it would have had, if the deceased or insolvent member had transferred the share before his death or insolvency.
<input type="checkbox"/>	25	<input type="checkbox"/>	<ol style="list-style-type: none"> If the person so becoming entitled shall elect to be registered as holder of the share himself, he shall deliver or send to the company a notice in writing signed by him stating that he so elects. If the person aforesaid shall elect to transfer the share, he shall testify his election by executing a transfer of the share. All the limitations, restrictions and provisions of these regulations relating to the right to transfer and the registration of transfers of shares shall be applicable to any such notice or transfer as aforesaid as if the death or insolvency of the member had not occurred and the notice or transfer were a transfer signed by that member.
<input type="checkbox"/>		<input type="checkbox"/>	<ul style="list-style-type: none"> A person becoming entitled to a share by reason of the death or insolvency of the holder shall be entitled to the same dividends and other advantages to which he would be entitled if he were the

For N. R. GOLD LIMITED

For N. R. GOLD LIMITED

[Signature]
Managing Director

[Signature]
Director

Managing Director

		26	<p>registered holder of the share, except that he shall not, before being registered as a member in respect of the share, be entitled in respect of it to exercise any right conferred by membership in relation to meetings of the company:</p> <ul style="list-style-type: none"> • Provided that the Board may, at any time, give notice requiring any such person to elect either to be registered himself or to transfer the share, and if the notice is not complied with within ninety days, the Board may thereafter withhold payment of all dividends, bonuses or other monies payable in respect of the share, until the requirements of the notice have been complied with.
<input checked="" type="checkbox"/>	<input type="checkbox"/>	27	In case of a One Person Company?
			Forfeiture of shares
<input type="checkbox"/>	<input type="checkbox"/>	28	If a member fails to pay any call, or instalment of a call, on the day appointed for payment thereof, the Board may, at any time thereafter during such time as any part of the call or instalment remains unpaid, serve a notice on him requiring payment of so much of the call or instalment as is unpaid, together with any interest which may have accrued.
<input type="checkbox"/>	<input type="checkbox"/>	29	<ul style="list-style-type: none"> • The notice aforesaid shall? • name a further day (not being earlier than the expiry of fourteen days from the date of service of the notice) on or before which the payment required by the notice is to be made; and • state that, in the event of non-payment on or before the day so named, the shares in respect of which the call was made shall be liable to be forfeited.
<input type="checkbox"/>	<input type="checkbox"/>	30	If the requirements of any such notice as aforesaid are not complied with, any share in respect of which the notice has been given may, at any time thereafter, before the payment required by the notice has been made, be forfeited by a resolution of the Board to that effect.
<input type="checkbox"/>	<input type="checkbox"/>	31	<ol style="list-style-type: none"> A forfeited share may be sold or otherwise disposed of on such terms and in such manner as the Board thinks fit. At any time before a sale or disposal as aforesaid, the Board may cancel the forfeiture on such terms as it thinks fit.
<input type="checkbox"/>	<input type="checkbox"/>	32	<ol style="list-style-type: none"> A person whose shares have been forfeited shall cease to be a member in respect of the forfeited shares, but shall, notwithstanding the forfeiture, remain liable to pay to the company all monies which, at the date of forfeiture, were presently payable by him to the company in respect of the shares. The liability of such person shall cease if and when the company shall have received payment in full of all such monies in respect of the shares.
<input type="checkbox"/>	<input type="checkbox"/>	33	<ol style="list-style-type: none"> A duly verified declaration in writing that the declarant is a director, the manager or the secretary, of the company, and that a share in the company has been duly forfeited on a date stated in the declaration, shall be conclusive evidence of the facts therein stated as against all persons claiming to be entitled to the share; The company may receive the consideration, if any, given for the share on any sale or disposal thereof and may execute a transfer of the share in favour of the person to whom the share is sold or disposed of; The transferee shall thereupon be registered as the holder of the share; and The transferee shall not be bound to see to the application of the purchase money, if any, nor shall his title to the share be affected by

			any irregularity or invalidity in the proceedings in reference to the forfeiture, sale or disposal of the share.
<input type="checkbox"/>	<input type="checkbox"/>	34	The provisions of these regulations as to forfeiture shall apply in the case of non-payment of any sum which, by the terms of issue of a share, becomes payable at a fixed time, whether on account of the nominal value of the share or by way of premium, as if the same had been payable by virtue of a call duly made and notified.
			Alteration of capital
<input type="checkbox"/>	<input type="checkbox"/>	35	The company may, from time to time, by ordinary resolution increase the share capital by such sum, to be divided into shares of such amount, as may be specified in the resolution.
<input type="checkbox"/>	<input type="checkbox"/>	36	<ul style="list-style-type: none"> • Subject to the provisions of section 61, the company may, by ordinary resolution,? • consolidate and divide all or any of its share capital into shares of larger amount than its existing shares; • convert all or any of its fully paid-up shares into stock, and reconvert that stock into fully paid-up shares of any denomination; • sub-divide its existing shares or any of them into shares of smaller amount than is fixed by the memorandum; • cancel any shares which, at the date of the passing of the resolution, have not been taken or agreed to be taken by any person.
<input type="checkbox"/>	<input type="checkbox"/>	37	<ul style="list-style-type: none"> • Where shares are converted into stock,? • the holders of stock may transfer the same or any part thereof in the same manner as, and subject to the same regulations under which, the shares from which the stock arose might before the conversion have been transferred, or as near thereto as circumstances admit; • Provided that the Board may, from time to time, fix the minimum amount of stock transferable, so, however, that such minimum shall not exceed the nominal amount of the shares from which the stock arose. • the holders of stock shall, according to the amount of stock held by them, have the same rights, privileges and advantages as regards dividends, voting at meetings of the company, and other matters, as if they held the shares from which the stock arose; but no such privilege or advantage (except participation in the dividends and profits of the company and in the assets on winding up) shall be conferred by an amount of stock which would not, if existing in shares, have conferred that privilege or advantage. • such of the regulations of the company as are applicable to paid-up shares shall apply to stock and the words ?share? and ?shareholder? in those regulations shall include ?stock? and ?stock-holder? respectively.
<input type="checkbox"/>	<input type="checkbox"/>	38	<ul style="list-style-type: none"> • The company may, by special resolution, reduce in any manner and with, and subject to, any incident authorised and consent required by law, ? • it share capital; • any capital redemption reserve account; or • any share premium account.
			Capitalisation of profits
<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> • The company in general meeting may, upon the recommendation of the Board, resolve?

For N. R. GOLD LIMITED

For N. R. GOLD LIMITED

Neeraj Kumar
Managing Director

Director

39		<ul style="list-style-type: none"> • that it is desirable to capitalise any part of the amount for the time being standing to the credit of any of the company's reserve accounts, or to the credit of the, profit and loss account, or otherwise available for distribution; and • that such sum be accordingly set free for distribution in the manner specified in clause (ii) amongst the members who would have been entitled thereto, if distributed by way of dividend and in the same proportions. • The sum aforesaid shall not be paid in cash but shall be applied, subject to the provision contained in clause (iii), either in or towards? • paying up any amounts for the time being unpaid on any shares held by such members respectively; • paying up in full, unissued shares of the company to be allotted and distributed, credited as fully paid-up, to and amongst such members in the proportions aforesaid; • partly in the way specified in sub-clause (A) and partly in that specified in sub-clause (B); • A securities premium account and a capital redemption reserve account may, for the purposes of this regulation, be applied in the paying up of unissued shares to be issued to members of the company as fully paid bonus shares; • The Board shall give effect to the resolution passed by the company in pursuance of this regulation.
<input type="checkbox"/>	<input type="checkbox"/>	<p>40</p> <p>i. Whenever such a resolution as aforesaid shall have been passed, the Board shall?</p> <ol style="list-style-type: none"> make all appropriations and applications of the undivided profits resolved to be capitalised thereby, and all allotments and issues of fully paid shares if any; and generally do all acts and things required to give effect thereto. <p>ii. The Board shall have power?</p> <ol style="list-style-type: none"> to make such provisions, by the issue of fractional certificates or by payment in cash or otherwise as it thinks fit, for the case of shares becoming distributable in fractions; and to authorise any person to enter, on behalf of all the members entitled thereto, into an agreement with the company providing for the allotment to them respectively, credited as fully paid-up, of any further shares to which they may be entitled upon such capitalisation, or as the case may require, for the payment by the company on their behalf, by the application thereto of their respective proportions of profits resolved to be capitalised, of the amount or any part of the amounts remaining unpaid on their existing shares; <p>iii. Any agreement made under such authority shall be effective and binding on such members</p>
		Buy-back of shares
<input type="checkbox"/>	<input type="checkbox"/>	<p>41</p> <p>Notwithstanding anything contained in these articles but subject to the provisions of sections 68 to 70 and any other applicable provision of the Act or any other law for the time being in force, the company may purchase its own shares or other specified securities.</p>
		General meetings
		All general meetings other than annual general meeting shall be called

<input type="checkbox"/>	<input type="checkbox"/>	42	extraordinary general meeting.
<input type="checkbox"/>	<input type="checkbox"/>	43	i. The Board may, whenever it thinks fit, call an extraordinary general meeting ii. If at any time directors capable of acting who are sufficient in number to form a quorum are not within India, any director or any two members of the company may call an extraordinary general meeting in the same manner, as nearly as possible, as that in which such a meeting may be called by the Board.
			Proceedings at general meetings
<input type="checkbox"/>	<input type="checkbox"/>	44	i. No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. ii. Save as otherwise provided herein, the quorum for the general meetings shall be as provided in section 103.
<input type="checkbox"/>	<input type="checkbox"/>	45	The chairperson, if any, of the Board shall preside as Chairperson at every general meeting of the company.
<input type="checkbox"/>	<input type="checkbox"/>	46	If there is no such Chairperson, or if he is not present within fifteen minutes after the time appointed for holding the meeting or is unwilling to act as chairperson of the meeting, the directors present shall elect one of their members to be Chairperson of the meeting.
<input type="checkbox"/>	<input type="checkbox"/>	47	If at any meeting no director is willing to act as Chairperson or if no director is present within fifteen minutes after the time appointed for holding the meeting, the members present shall choose one of their members to be Chairperson of the meeting.
<input checked="" type="checkbox"/>	<input type="checkbox"/>	48	In case of a One Person Company?
			Adjournment of meeting
<input type="checkbox"/>	<input type="checkbox"/>	49	i. The Chairperson may, with the consent of any meeting at which a quorum is present, and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place. ii. No business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. iii. When a meeting is adjourned for thirty days or more, notice of the adjourned meeting shall be given as in the case of an original meeting. iv. Save as aforesaid, and as provided in section 103 of the Act, it shall not be necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
			Voting rights
<input type="checkbox"/>	<input type="checkbox"/>	50	<ul style="list-style-type: none"> • Subject to any rights or restrictions for the time being attached to any class or classes of shares? • on a show of hands, every member present in person shall have one vote; and • on a poll, the voting rights of members shall be in proportion to his share in the paid-up equity share capital of the company.
<input type="checkbox"/>	<input type="checkbox"/>	51	A member may exercise his vote at a meeting by electronic means in accordance with section 108 and shall vote only once. i. In the case of joint holders, the vote of the senior who tenders a

For N. R. GOLD LIMITED

Managing Director

For N. R. GOLD LIMITED

Director

<input type="checkbox"/>	<input type="checkbox"/>	52	<p>vote, whether in person or by proxy, shall be accepted to the exclusion of the votes of the other joint holders.</p> <p>ii. For this purpose, seniority shall be determined by the order in which the names stand in the register of members.</p>
<input type="checkbox"/>	<input type="checkbox"/>	53	A member of unsound mind, or in respect of whom an order has been made by any court having jurisdiction in lunacy, may vote, whether on a show of hands or on a poll, by his committee or other legal guardian, and any such committee or guardian may, on a poll, vote by proxy.
<input type="checkbox"/>	<input type="checkbox"/>	54	Any business other than that upon which a poll has been demanded maybe proceeded with, pending the taking of the poll.
<input type="checkbox"/>	<input type="checkbox"/>	55	No member shall be entitled to vote at any general meeting unless all calls or other sums presently payable by him in respect of shares in the company have been paid
<input type="checkbox"/>	<input type="checkbox"/>	56	<p>i. No objection shall be raised to the qualification of any voter except at the meeting or adjourned meeting at which the vote objected to is given or tendered, and every vote not disallowed at such meeting shall be valid for all purposes.</p> <p>ii. Any such objection made in due time shall be referred to the Chairperson of the meeting, whose decision shall be final and conclusive.</p>
			Proxy
<input type="checkbox"/>	<input type="checkbox"/>	57	The instrument appointing a proxy and the power-of-attorney or other authority, if any, under which it is signed or a notarised copy of that power or authority, shall be deposited at the registered office of the company not less than 48 hours before the time for holding the meeting or adjourned meeting at which the person named in the instrument proposes to vote, or, in the case of a poll, not less than 24 hours before the time appointed for the taking of the poll; and in default the instrument of proxy shall not be treated as valid.
<input type="checkbox"/>	<input type="checkbox"/>	58	An instrument appointing a proxy shall be in the form as prescribed in the rules made under section 105
<input type="checkbox"/>	<input type="checkbox"/>	59	<ul style="list-style-type: none"> A vote given in accordance with the terms of an instrument of proxy shall be valid, notwithstanding the previous death or insanity of the principal or the revocation of the proxy or of the authority under which the proxy was executed, or the transfer of the shares in respect of which the proxy is given: Provided that no intimation in writing of such death, insanity, revocation or transfer shall have been received by the company at its office before the commencement of the meeting or adjourned meeting at which the proxy is used.
			Board of Directors
<input type="checkbox"/>	<input checked="" type="checkbox"/>		<ul style="list-style-type: none"> The number of the directors and the names of the first directors shall be determined in writing by the subscribers of the memorandum or a majority of them. The number of directors shall not be less than three and not more than fifteen. The following shall be the first director(s) of the company: 1. SANJAY POPATLAL JAIN 2. RINKU SANJAY JAIN b. The Company shall appoint such number of Independent Directors as it may deem fit, for a term specified in the resolution appointing him. An Independent Director may be appointed to hold office for a term of up to five consecutive years on the Board of the Company and shall be eligible for re-appointment on passing of Special Resolution and such other

For N. R. GOLD LIMITED

Sanjay
Managing Director

For N.R. GOLD LIMITED

Rinku
Director

	60	<p>compliances as may be required in this regard. No Independent Director shall hold office for more than two consecutive terms. The provisions relating to retirement of directors by rotation shall not be applicable to appointment of Independent Directors. (ii) Not less than two-thirds of the total number of Directors of the Company shall: (a) be persons whose period of office is liable to determination by retirement of Directors by rotation; and (b) save as otherwise expressly provided in the said Act; be appointed by the Company in General Meeting. Explanation:- for the purposes of this Article ?total number of Directors? shall not include Independent Directors appointed on the Board of the Company. The remaining Directors of the Company shall also be appointed by the Company in General Meeting except to the extent that the Articles otherwise provide or permit. (iii) The remaining Directors of the Company shall also be appointed by the Company in General Meeting except to the extent that the Articles otherwise provide or permit. (iv) Subject to the provisions of Section 152 of the Act at every Annual General Meeting, one third of such of the Directors for the time being as are liable to retire by rotation, or if their number is not three or a multiple of three, then the number nearest to one-third, shall retire from office. (v) The Directors to retire by rotation at every Annual General Meeting shall be those who have been longest in office since their last appointment, but as between persons who become Directors on the same day, those who are to retire shall, in default of and subject to any agreement among themselves, be determined by lot. A retiring Director shall be eligible for election. (vi) At the Annual General Meeting at which a Director retires as aforesaid, the Company may fill up the vacancy by appointing the retiring Director or some other person thereto. (vii) If the place of the retiring Director is not so filled up and the meeting has not expressly resolved not to fill the vacancy, the meeting shall stand adjourned till the same day in the next week, at the same time and place, or if that day is a National Holiday, till the next succeeding day which is not a holiday, at the same time and place. (viii) If at the adjourned meeting also, the place of the retiring Director is not filled up and that meeting also has not expressly resolved not to fill the vacancy, the retiring Director shall be deemed to have been re-appointed at the adjourned meeting unless :- (a) at the meeting or at the previous meeting a resolution for the reappointment of such Director has been put to the meeting and lost; (b) the retiring Director has, by a notice in writing addressed to the Company or its Board of Directors, expressed his unwillingness to be so re-appointed; (c) he is not qualified or is disqualified for appointment; (d) a resolution, whether special or ordinary, is required for his appointment or reappointment by virtue of any provisions of the said Act; or (ix) The Whole-time Directors shall not be liable to retire by rotation.</p>
<input type="checkbox"/>	<input type="checkbox"/>	<ul style="list-style-type: none"> • The remuneration of the directors shall, in so far as it consists of a monthly payment, be deemed to accrue from day-to-day.
	61	<ul style="list-style-type: none"> • In addition to the remuneration payable to them in pursuance of the Act, the directors may be paid all travelling, hotel and other expenses properly incurred by them? • in attending and returning from meetings of the Board of Directors or any committee thereof or general meetings of the company; or • in connection with the business of the company.
<input type="checkbox"/>	62	The Board may pay all expenses incurred in getting up and registering the company.
		The company may exercise the powers conferred on it by section 88 with

Manoj Kumar
Managing Director

Rinky
Director

<input type="checkbox"/>	<input type="checkbox"/>	63	regard to the keeping of a foreign register; and the Board may (subject to the provisions of that section) make and vary such regulations as it may think fit respecting the keeping of any such register.
<input type="checkbox"/>	<input type="checkbox"/>	64	All cheques, promissory notes, drafts, hundis, bills of exchange and other negotiable instruments, and all receipts for monies paid to the company, shall be signed, drawn, accepted, endorsed, or otherwise executed, as the case may be, by such person and in such manner as the Board shall from time to time by resolution determine
<input type="checkbox"/>	<input type="checkbox"/>	65	Every director present at any meeting of the Board or of a committee thereof shall sign his name in a book to be kept for that purpose.
<input type="checkbox"/>	<input type="checkbox"/>	66	<ol style="list-style-type: none"> i. Subject to the provisions of section 149, the Board shall have power at any time, and from time to time, to appoint a person as an additional director, provided the number of the directors and additional directors together shall not at any time exceed the maximum strength fixed for the Board by the articles. ii. Such person shall hold office only up to the date of the next annual general meeting of the company but shall be eligible for appointment by the company as a director at that meeting subject to the provisions of the Act.
			Proceedings of the Board
<input type="checkbox"/>	<input type="checkbox"/>	67	<ul style="list-style-type: none"> • The Board of Directors may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it thinks fit. • A director may, and the manager or secretary on the requisition of a director shall, at any time, summon a meeting of the Board.
<input type="checkbox"/>	<input type="checkbox"/>	68	<ol style="list-style-type: none"> i. Save as otherwise expressly provided in the Act, questions arising at any meeting of the Board shall be decided by a majority of votes. ii. In case of an equality of votes, the Chairperson of the Board, if any, shall have a second or casting vote.
<input type="checkbox"/>	<input type="checkbox"/>	69	The continuing directors may act notwithstanding any vacancy in the Board; but, if and so long as their number is reduced below the quorum fixed by the Act for a meeting of the Board, the continuing directors or director may act for the purpose of increasing the number of directors to that fixed for the quorum, or of summoning a general meeting of the company, but for no other purpose.
<input type="checkbox"/>	<input type="checkbox"/>	70	<ol style="list-style-type: none"> i. The Board may elect a Chairperson of its meetings and determine the period for which he is to hold office. ii. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the directors present may choose one of their number to be Chairperson of the meeting.
<input type="checkbox"/>	<input type="checkbox"/>	71	<ol style="list-style-type: none"> i. The Board may, subject to the provisions of the Act, delegate any of its powers to committees consisting of such member or members of its body as it thinks fit. ii. Any committee so formed shall, in the exercise of the powers so delegated, conform to any regulations that may be imposed on it by the Board.
<input type="checkbox"/>	<input type="checkbox"/>	72	<ol style="list-style-type: none"> i. A committee may elect a Chairperson of its meetings. ii. If no such Chairperson is elected, or if at any meeting the Chairperson is not present within five minutes after the time appointed for holding the meeting, the members present may

		choose one of their members to be Chairperson of the meeting.
<input type="checkbox"/>	<input type="checkbox"/>	73
<p>i. A committee may meet and adjourn as it thinks fit. Questions arising at any meeting of a committee shall be determined by a majority of votes of the members present, and in case of an equality of votes, the Chairperson shall have a second or casting vote.</p>		
<input type="checkbox"/>	<input type="checkbox"/>	74
<p>All acts done in any meeting of the Board or of a committee thereof or by any person acting as a director, shall, notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any one or more of such directors or of any person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such director or such person had been duly appointed and was qualified to be a director.</p>		
<input type="checkbox"/>	<input type="checkbox"/>	75
<p>Save as otherwise expressly provided in the Act, a resolution in writing, signed by all the members of the Board or of a committee thereof, for the time being entitled to receive notice of a meeting of the Board or committee, shall be valid and effective as if it had been passed at a meeting of the Board or committee, duly convened and held.</p>		
<input checked="" type="checkbox"/>	<input type="checkbox"/>	76
<p>i. In case of a One Person Company? ii. where the company is having only one director, all the businesses to be transacted at the meeting of the Board shall be entered into minutes book maintained under section 118; iii. such minutes book shall be signed and dated by the director; iv. the resolution shall become effective from the date of signing such minutes by the director.</p>		
		Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer
<input type="checkbox"/>	<input type="checkbox"/>	77
<ul style="list-style-type: none"> • Subject to the provisions of the Act,? • A chief executive officer, manager, company secretary or chief financial officer may be appointed by the Board for such term, at such remuneration and upon such conditions as it may think fit; and any chief executive officer, manager, company secretary or chief financial officer so appointed may be removed by means of a resolution of the Board; • A director may be appointed as chief executive officer, manager, company secretary or chief financial officer 		
<input type="checkbox"/>	<input type="checkbox"/>	78
<p>A provision of the Act or these regulations requiring or authorising a thing to be done by or to a director and chief executive officer, manager, company secretary or chief financial officer shall not be satisfied by its being done by or to the same person acting both as director and as, or in place of, chief executive officer, manager, company secretary or chief financial officer.</p>		
		The Seal
<input type="checkbox"/>	<input type="checkbox"/>	79
<p>i. The Board shall provide for the safe custody of the seal. ii. The seal of the company shall not be affixed to any instrument except by the authority of a resolution of the Board or of a committee of the Board authorised by it in that behalf, and except in the presence of at least two directors and of the secretary or such other person as the Board may appoint for the purpose; and those two directors and the secretary or other person aforesaid shall sign every instrument to which the seal of the company is so affixed in their presence.</p>		
		Dividends and Reserve

<input type="checkbox"/>	<input type="checkbox"/>	80	The company in general meeting may declare dividends, but no dividend shall exceed the amount recommended by the Board.
<input type="checkbox"/>	<input type="checkbox"/>	81	Subject to the provisions of section 123, the Board may from time to time pay to the members such interim dividends as appear to it to be justified by the profits of the company.
<input type="checkbox"/>	<input type="checkbox"/>	82	<ul style="list-style-type: none"> i. The Board may, before recommending any dividend, set aside out of the profits of the company such sums as it thinks fit as a reserve or reserves which shall, at the discretion of the Board, be applicable for any purpose to which the profits of the company may be properly applied, including provision for meeting contingencies or for equalizing dividends; and pending such application, may, at the like discretion, either be employed in the business of the company or be invested in such investments (other than shares of the company) as the Board may, from time to time, thinks fit. ii. The Board may also carry forward any profits which it may consider necessary not to divide, without setting them aside as a reserve
<input type="checkbox"/>	<input type="checkbox"/>	83	<ul style="list-style-type: none"> i. Subject to the rights of persons, if any, entitled to shares with special rights as to dividends, all dividends shall be declared and paid according to the amounts paid or credited as paid on the shares in respect whereof the dividend is paid, but if and so long as nothing is paid upon any of the shares in the company, dividends may be declared and paid according to the amounts of the shares. ii. No amount paid or credited as paid on a share in advance of calls shall be treated for the purposes of this regulation as paid on the share. iii. All dividends shall be apportioned and paid proportionately to the amounts paid or credited as paid on the shares during any portion or portions of the period in respect of which the dividend is paid; but if any share is issued on terms providing that it shall rank for dividend as from a particular date such share shall rank for dividend accordingly.
<input type="checkbox"/>	<input type="checkbox"/>	84	The Board may deduct from any dividend payable to any member all sums of money, if any, presently payable by him to the company on account of calls or otherwise in relation to the shares of the company.
<input type="checkbox"/>	<input type="checkbox"/>	85	<ul style="list-style-type: none"> i. Any dividend, interest or other monies payable in cash in respect of shares may be paid by cheque or warrant sent through the post directed to the registered address of the holder or, in the case of joint holders, to the registered address of that one of the joint holders who is first named on the register of members, or to such person and to such address as the holder or joint holders may in writing direct. ii. Every such cheque or warrant shall be made payable to the order of the person to whom it is sent.
<input type="checkbox"/>	<input type="checkbox"/>	86	Any one of two or more joint holders of a share may give effective receipts for any dividends, bonuses or other monies payable in respect of such share.
<input type="checkbox"/>	<input type="checkbox"/>	87	Notice of any dividend that may have been declared shall be given to the persons entitled to share therein in the manner mentioned in the Act.
<input type="checkbox"/>	<input type="checkbox"/>	88	No dividend shall bear interest against the company.
			Accounts
<input type="checkbox"/>	<input type="checkbox"/>		<ul style="list-style-type: none"> i. The Board shall from time to time determine whether and to what extent and at what times and places and under what conditions or regulations, the accounts and books of the company, or any of them, shall be open to the inspection of members not being

		89	<p>directors.</p> <p>ii. No member (not being a director) shall have any right of inspecting any account or book or document of the company except as conferred by law or authorised by the Board or by the company in general meeting.</p>
			Winding up
<input type="checkbox"/>	<input type="checkbox"/>	90	<ul style="list-style-type: none"> • Subject to the provisions of Chapter XX of the Act and rules made thereunder? • If the company shall be wound up, the liquidator may, with the sanction of a special resolution of the company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not. • For the purpose aforesaid, the liquidator may set such value as he deems fair upon any property to be divided as aforesaid and may determine how such division shall be carried out as between the members or different classes of members. • The liquidator may, with the like sanction, vest the whole or any part of such assets in trustees upon such trusts for the benefit of the contributories if he considers necessary, but so that no member shall be compelled to accept any shares or other securities whereon there is any liability.
			Indemnity
<input type="checkbox"/>	<input type="checkbox"/>	91	Every officer of the company shall be indemnified out of the assets of the company against any liability incurred by him in defending any proceedings, whether civil or criminal, in which judgment is given in his favour or in which he is acquitted or in which relief is granted to him by the court or the Tribunal.
			Others
<input type="checkbox"/>	<input type="checkbox"/>	92	

For N. R. GOLD LIMITED

*Abu...
Managing Director*

For N. R. GOLD LIMITED

Director
Director

Attachments

First Subscriber (s) sheet

AOA Subscriber.pdf

Declaration

Pursuant to resolution no. dated, I, on the behalf of Board of Directors, declare that following amendments have been adopted in Article of Association:

**The Articles of Association was amended/restated pursuant to the Special Resolution passed for conversion of the Company from Private to Public by the Members of the Company in the Extra-Ordinary General Meeting held on Monday, 31st July, 2023.

To be digitally signed by

Name

NISHVI JAIN

Designation

Director

DIN

10156312

DSC

NISHVI
SANJAY
JAIN
Digitally signed by
NISHVI SANJAY
JAIN
Date: 2023.08.11
10:10:30 +05:30

For N. R. GOLD LIMITED

Sanjay
N. R. GOLD LIMITED
Managing Director

Director

For N. R. GOLD LIMITED

Rinky
Director

N. R. GOLD LIMITED
Managing Director

We, the several persons, whose names and addresses and description are hereunder subscribed below, are desirous of being formed into a company in pursuance of this Articles of Association.

Name, Address, Description And Occupation Of Subscribers	Signature of Subscribers	Signature, Name, Address Description and Occupation Of Witness
<p>1) SANJAY POPATLAL JAIN S/O POPATLAL JAIN 401/B MAHEKKUNJ 4TH FLOOR MEGHWADI DR. S.S. RAO ROAD LALBAUG - MUMBAI - 400012 PAN - AEVPS1371P BUSINESS</p>	<p>P. Santoy</p>	<p>witness for subscribers <i>goshet</i> - one & two Abhok Gaidikar Blo Shrikar Gaidikar Karmave-49, B(15) Maraji Vajji Bldg 1 M.G. Vellor Street Mumbai - 400002</p>
<p>2) RINKU SANJAY JAIN D/O BABULAL JAIN 401/B MAHEKKUNJ 4TH FLOOR, MEGHWADI, DR. S.S. RAO ROAD, LALBAUG, MUMBAI - 400012 PAN - ADPR0646B BUSINESS</p>	<p><i>Rinku</i></p>	<p><i>goshet</i> Service.</p>

Mumbai dated this 21-Apr-08

For N. R. GOLD LIMITED
[Signature]
 Managing Director

For N. R. GOLD LIMITED
[Signature]
 Director